



North Eastern Carrying Corporation Ltd.

C. O. : "NECC House" 9062/47, Ram Bagh Road, Azad Market, Delhi-110006
Phones : (011) 2351 7516-17-18-19, Fax : (011) 2352 7700, 2351 6102
E-mail : co@neccgroup.com Website : www.neccgroup.com



October 31, 2012

To,

BSE Limited
P J Towers, 25th Floor, Dalal Street,
Fort Mumbai 400001

Sub: Outcome of Extra- Ordinary General Meeting held today i.e. October 31, 2012

Dear Concern,

This is to inform your good office that in the Extra-Ordinary General Meeting of the Company held today i.e. October 31, 2012, the members of the Company have inter-alia, approved the following businesses with requisite majority:

Item No. 1: Increase in Authorised Share Capital of the Company from the present level of Rs. 13,50,00,000 (Rupees Thirteen Crores and Fifty Lacs) to Rs. 54,00,00,000 (Rupees Fifty Four Crores).


Item No. 2: Issue of Bonus Equity Shares in the ratio of 3:1.

You are requested to kindly take the above-mentioned information in your records.

Thanking You,

Yours Faithfully,

For North Eastern Carrying Corporation Limited


Sunil Kumar Jain
(Managing Director)

MOVING YOU, AHEAD



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October 31, 2012

To
BSE Limited
P.J. Towers, Fort,
Mumbai-400001

Sub: Submission of proceedings of Extra Ordinary General Meeting held on October 31,
2012

Dear Sir,

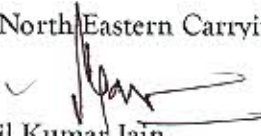
In terms of Clause 31 (d) of the Listing Agreement executed by our Company with your Stock Exchange, we hereby submit the proceedings of the Extra Ordinary General Meeting held on October 31, 2012.

You are requested to kindly take the same in your records.

Thanking You,

Yours Faithfully,

For North Eastern Carrying Corporation Limited


Sunil Kumar Jain
(Managing Director)

**MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS
OF NORTH EASTERN CARRYING CORPORATION LIMITED**

SCHEDULE OF THE MEETING:

DATE	31 st day of October, 2012
TIME	11:00 A.M.
VENUE	9062/47, Ram Bagh Road, Azad Market, <u>Delhi-06</u>

PRESENTS:

Mr. Sunil Kumar Jain	Chairman
Mr. Sanjeev Jain	Director
Mr. Roshan Dabriwal	Director
Mr. Manoj Kumar Jain	Director

IN ATTENDANCE

Mr. S.L. Yadav	Vice President
Mr. Ankit Gupta	Company Secretary

Also 18 members were present in person and 2 members were present through their proxies.

CHAIRMAN

Mr. Sunil Kumar Jain took the chair and welcomed the members to the Extraordinary General Meeting of the Company.

QUORUM

The requisite quorum being present, the Chairman declared the meeting as properly constituted and called the meeting to order.

NOTICE OF THE MEETING

On the member's request notice of Extraordinary General Meeting was read and taken on record.

The Chairman there after proceeded to transact the business as per the Notice.


CHAIRMAN
INITIALS

ITEM NO. 1:INCREASE IN AUTHORIZED SHARE CAPITAL:

The Chairman informed the members that in view of the proposed bonus issue of equity shares it was necessary for the Company to increase its Authorized Share Capital in order to accommodate the bonus issue. He invited queries from the members. No such query was raised. Thereafter he requested someone to propose the resolution.

Mr. Pramod Kumar Jain proposed and Mr. Inder Kumar Jain seconded that the following resolution be adopted as a Special Resolution:-

“RESOLVED THAT pursuant to Section 94 of the Companies Act 1956 and other applicable provisions of the Companies Act, 1956, the Authorized Share Capital of the company be and is hereby increased from Rs. 13,50,00,000/- (Rupees Thirteen Crore and Fifty Lakhs) divided into 1,35,00,000 Equity Shares of Rs.10 each to Rs. 54,00,00,000 (Rupees Fifty Four Crores) divided into 5,40,00,000 Equity Shares of Rs.10/- each by creation of additional 4,05,00,000 (Four Crores Five Lacs)Equity Shares of Rs. 10/- each.

RESOLVED FURTHER THAT pursuant to section 16 and other applicable provisions, if any, of the Companies Act, 1956, the existing Clause V of the Memorandum of Association of the Company as to share capital be and is hereby substituted as follows:-

‘V. The Authorized Share Capital of the company is Rs. 54,00,00,000 (Rupees Fifty four Crore) divided into 5,40,00,000 Equity Shares of Rs.10 each.’

“RESOLVED FURTHER THAT pursuant to Section 31 of the Companies Act, 1956 and all other applicable provisions, if any, for the following Article 3 of the Articles of Association be and is hereby substituted as follows:

‘3. The Authorized Share Capital of the Company is as mentioned in Clause V of the Memorandum of Association’

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution the Board be and is hereby authorized to do all such acts, deeds and things including filing of e-forms as are required and as the Board may in its absolute discretion consider necessary, proper, desirable or appropriate for giving effect to the above said alteration of Memorandum of Association and to settle any question, difficulty or doubt that may arise in this regard in such manner as the Board may deem fit and proper in its absolute discretion to be most beneficial to the company”.

The above resolution was put to vote on show of hands and the same was put to vote on show of hands and the same was passed unanimously.



CHAIRMAN'S
INITIALS

ITEM NO. 2:APPROVAL OF BONUS SHARES:

The Chairman informed that in view of the comfortable reserves position on account of the balance available in the Security Premium Account, General Reserve Account and in the Profit & Loss Account, the Board has recommended issue of Bonus Shares by utilizing a part of the amount standing to the credit of Securities Premium Account, General Reserves Account and Profit & Loss Account. He invited queries from the members. No such query was raised. Thereafter he requested someone to propose the resolution.

Mr. Lokesh Gupta proposed and Mr. Sandeep Jain seconded that the following resolution be adopted as an Ordinary Resolution

"RESOLVED THAT in accordance with applicable provisions of the Companies Act, 1956, or any amendment or re-enactment thereof, the provisions of the Articles of Association of the Company, recommendation of the Board of Directors and subject to the Guidelines issued by the Securities and Exchange Board of India (SEBI) in this behalf and subject to such approvals, consents, permissions and sanctions, as may be necessary from appropriate authorities, consent of Members, be and is hereby accorded to the Board of Directors of the Company ("the Board"), which term shall be deemed to include any Committee thereof) for capitalization of Rs. 376,480,020/- (Rs. 90,000,000/- standing to the credit of the Securities Premium Account of the Company, Rs. 61,948,871/- standing to the credit of General Reserve, Rs. 224,531,149/- to the credit of Profit & Loss A/c of the Company) for the purpose of issue of Bonus Equity Shares of Rs. 10/- (Rupees Ten) each, credited as fully paid-up Equity Shares to the holders of the Equity Shares of the Company, whose names shall appear in the Register of Members or in the respective beneficiary account with their respective Depository Participants, on the 'Record Date' to be determined by the Board for the purpose, in the proportion of 3 (Three) Bonus Equity Share of Rs. 10/- (Rupees Ten) each for every 1 (One) fully paid-up Equity Share of Rs.10/- (Rupees Ten) each held by them and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the nominal amount in the Capital of the Company held by each such member, and not as income;

RESOLVED FURTHER THAT the Bonus Shares so allotted shall rank *pari passu* in all respects including dividend with the existing equity shares of the Company;

RESOLVED FURTHER THAT the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company;

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Shares in the case of Members who hold Equity Shares (or opt to receive the Bonus Shares) in dematerialized form, the Bonus Shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository Participants and in the case of Members who hold Equity Shares in certificate form, the share certificates in respect of the Bonus Shares shall be dispatched, within such time as prescribed by law and the relevant authorities;



CHAIRMAN'S
INITIALS

MINUTE BOOK

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts/deeds, matters and things and give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

The above resolution was put to vote on show of hands and the same was put to vote on show of hands and the same was passed unanimously.

VOTE OF THANKS

The Chairman declared that all the items on the agenda of the meeting had been taken up. The meeting ended with a vote of thanks to the chair.



CHAIRMAN

DATE: 31.10.2012

CHAIRMAN'S
INITIALS